

DONELAN, CLEARY, WOOD &amp; MASER, P.C. APR 9 '98 2-04 PM

ATTORNEYS AND COUNSELORS AT LAW

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April 9, 1998New Recordation No. 21208-A

Dear Mr. Williams:

On behalf of Flex Leasing Corporation, I submit for filing and recording under U.S.C. § 11301(a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Memorandum of Supplement ("Supplement"), executed April 9, 1998.

The parties to the enclosed Supplement are:

Flex Leasing Corporation - LESSOR  
Suite 300  
234 Front Street  
San Francisco, CA 94111

Crown Pacific Limited Partnership - LESSEE  
Suite 1500  
121 SW Morrison  
Portland, Oregon 97204

The said Supplement, among other things, acts to add the equipment listed in Annex A to an existing lease, a memorandum of which is filed under Recordation No. 21208, and the Supplement should be filed under the next available letter under Recordation No. 21208, which letter we believe to be "-A."

The equipment covered by the instant Supplement is as identified in Annex A thereto (copy attached), namely seventy-five centerbeam flatcars.

A short summary of the Supplement to appear in the Surface Transportation Board Index is as follows:

"Covers 75 centerbeam flatcars LW73025-73099."

Please enter under this Recordation No. the following cross index reference:

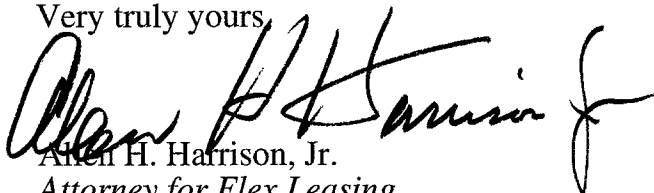
"See Recordation No. 21092-D."

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
APR 9 2 04 PM '98*Counterpart - A. H. Harn*

Enclosed is a check in the amount of fifty-two dollars (\$52.00) in payment of the filing fee (\$26.00) and the cross indexing fee (\$26.00).

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

A handwritten signature in black ink, appearing to read "Allen H. Harrison, Jr.", written in a cursive style.

Allen H. Harrison, Jr.  
*Attorney for Flex Leasing  
Corporation, for the purpose  
of this filing.*

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423  
Enclosures

BY HAND

8357-020

## ANNEX A

### **Description of Equipment**

Seventy Five (75) Centerbeam Flatcars all of which have the following car initials and numbers (all numbers are inclusive):

LW 73025 - LW 73099

MEMORANDUM OF SUPPLEMENT

RECORDATION NO.

21208-A  
FILED

APR 9 '98

2-04 PM

**FLEX LEASING CORPORATION** filed that certain Memorandum of Lease with (i) the Surface Transportation Board, Recordation No. 21208, on February 4, 1998 and (ii) the Registrar General of Canada on the 5th day of February, A.D. 1998 at 1:42 p.m., relating to the lease described below:

That certain lease (the "Lease") dated as of October 21, 1997, **FLEX LEASING CORPORATION**, a Delaware corporation ("Lessor"), having its chief executive office at 234 Front Street, Suite 300, San Francisco, California 94111, **CROWN PACIFIC LIMITED PARTNERSHIP**, a Delaware partnership ("Lessee"), having its chief executive office at 121 SW Morrison, Suite 1500, Portland, Oregon 97204.

Lessor and Lessee have added additional railcars to the lease and wish to supplement the Memorandum of Lease.

On October 21, 1997, Lessor leased to Lessee the additional railcars as identified in the attached Annex A.

[Remainder of page intentionally left blank]

IN WITNESS THEREOF, this Memorandum of Supplement has been duly executed on this the 9<sup>th</sup> day of April, 1998.

**FLEX LEASING CORPORATION**

By: Ross Sullivan

Name: Ross Sullivan

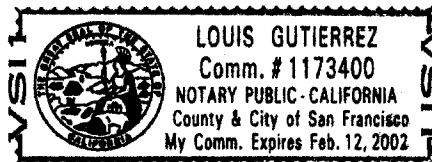
Title: Treasurer

STATE OF CALIFORNIA )  
 ) SS:  
COUNTY OF SAN FRANCISCO )

On this the 3<sup>rd</sup> day of April, 1998, personally came before me Ross Sullivan, who, being by me duly sworn, says he is Treasurer of FLEX LEASING CORPORATION and that said writing was signed on the date hereof by him on behalf of said corporation by its authority duly given. And the said Treasurer acknowledged the said writing to be the act and deed of said corporation.

WITNESS my hand and notarial seal, this the 3<sup>rd</sup> day of April, 1998.

SEAL



Louis Gutierrez  
Notary Public  
My commission expires: 2/12/2002

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Seventy Five (75) Centerbeam Flatcars all of which have the following car initials and numbers (all numbers are inclusive):

LW 73025 - LW 73099